

RECORDATION NO. 9073-J Filed 1425

DEC 27 1982 -2 25 PM

ITEL

INTERSTATE COMMERCE COMMISSION **Rail Division**

Two Embarcadero Center
San Francisco, California 94111
(415) 955-9090
Telex 34234

RECEIVED
DEC 27 2 21 PM '82
I.C.C.
FEE OPERATION BR.

December 22, 1982

2-361A073

Ms. Agatha Mergenovich, Secretary
Interstate Commerce Commission
Washington, D.C. 20423

No. DEC 27 1982
Date.....
Fee \$.....
ICC Washington, D. C.

Dear Ms. Mergenovich:

Pursuant to 49 U.S.C. Section 11303(a) and the Interstate Commerce Commission's rules and regulations thereunder, I enclose herewith on behalf of Itel Corporation for filing and recordation as an additional filing under the Lease Agreement dated July 21, 1977 between SSI Rail Corporation (predecessor of Itel Corporation, Rail Division) and the North Louisiana and Gulf Railroad Company, which was filed on November 10, 1977 at 2:20 PM and given recordation number 9073, four counterparts of the following document:

Lease Termination and Reinstatement Agreement dated as of July 7, 1982 by and between Itel Corporation, Rail Division and North Louisiana and Gulf Railroad Company (the "Agreement").

The names and addresses of the parties to the Agreement are:

1. North Louisiana and Gulf Railroad Company
P.O. Drawer 550
Hodge, LA 71247
2. Itel Corporation, Rail Division
Two Embarcadero Center, 24th Floor
San Francisco, California 94111

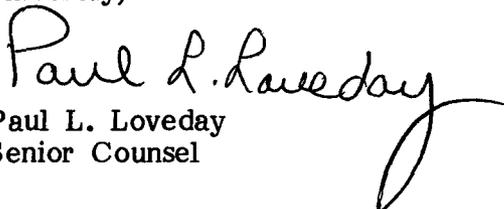
The equipment covered by the Agreement is one hundred (100) 50'6" 70-ton XM boxcars, bearing reporting marks NLG 5701-5800.

Also enclosed is a check in the amount of \$10.00 for the required recording fee.

Ms. Agatha Mergenvovich
December 22, 1982
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Please stamp all counterparts of the enclosed Agreement with your official recording stamp. You will wish to retain one counterpart of the document for your files; please return the remaining three counterparts to me by mail. Thank you.

Sincerely,


Paul L. Loveday
Senior Counsel

Enclosures

PLL:jak

9673-5

DEC 27 1982 2 23 PM

INTERSTATE

LEASE TERMINATION AND REINSTATEMENT AGREEMENT

This Lease Termination and Reinstatement Agreement (the "Agreement") is dated as of July 7, 1982 by and between Itel Corporation, Rail Division as debtor in possession ("Itel") and North Louisiana and Gulf Railroad Company ("NLG").

RECITALS

A. Itel Corporation, Rail Division is the successor in interest to SSI Rail Corporation.

B. Evans Railcar Leasing Company, formerly known as United States Railway Leasing Company, (hereinafter called "Evans") entered into a Railroad Car Lease Agreement ("Original Lease") dated as of July 16, 1979 with Itel Corporation as debtor with respect to certain boxcars including the 100 boxcars marked NLG 5701-5800 (such boxcars being hereinafter referred to as the "100 Cars").

C. SSI Rail Corporation and NLG have entered into a Lease Agreement dated July 21, 1977, which together with Equipment Schedule No. 3 thereto, provides for, among other things, the Sublease to NLG from SSI Rail Corporation of the 100 Cars (said Lease Agreement together with Equipment Schedule No. 3 thereto and with all amendments, supplements or riders thereto, solely insofar as they relate to the 100 Cars, is hereinafter referred to as the "NLG Sublease").

D. Itel and Evans have agreed to terminate the Original Lease and simultaneously enter into a new lease (the "New Lease") with respect to certain boxcars including the 100 Cars.

NOW THEREFORE, the parties hereto agree as follows:

1. The NLG Sublease is hereby terminated effective simultaneously with the termination of the Original Lease and the entering into the New Lease. The NLG Sublease is hereby reinstated without amendment or modification effective simultaneously with the termination of the Original Lease and the entering into the New Lease.

2. NLG acknowledges that Itel will assign the Sublease to Evans effective as of the effective date of the New Lease.

IN WITNESS WHEREOF, the parties hereto have caused this agreement to be executed by duly authorized officers.

Itel Corporation, Rail Division

By [Signature]

Title President

Date 7-20-82

North Louisiana and Gulf Railroad Company

By [Signature]

Title President

Date July 9, 1982

ESJ
ELM

ELM ESJ

STATE OF CONNECTICUT)
)
COUNTY OF FAIRFIELD)

ss: Stamford

On this 9th day of July, 1982, before me personally appeared E.R. Manning, Jr. to me personally known, who being by me duly sworn says that such person is President of North Louisiana and Gulf Railroad Company that the foregoing Lease Termination and Reinstatement Agreement was signed on behalf of said Corporation by authority of its board of directors, and such person acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Susan Hittner
Notary Public
Susan Hittner



My Commission Expires: 3/31/86

STATE OF CALIFORNIA)
)
COUNTY OF SAN FRANCISCO)

ss:

On this 20th day of July, before me personally appeared Edward M. O'Dea to me personally known, who being by me duly sworn says that such person is President of ITEL Corporation, Rail Division that the foregoing Lease Termination and Reinstatement Agreement was signed on behalf of said Corporation by authority of its board of directors, and such person acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Jody A. Blomgren
Notary Public

My Commission Expires:

